

Exhibit C

HIGHGATE HOUSE, LLC

May 16, 2007

Colonial Stock Transfer Company
66 Exchange Place
Salt Lake City, UT 84111

Attention: Kathy Carter

**Re: Michelex Corp. / Highgate House, LLC
Convertible Debenture issued December 30, 2004 in the face amount of \$999,000**

Dear Ms. Carter:

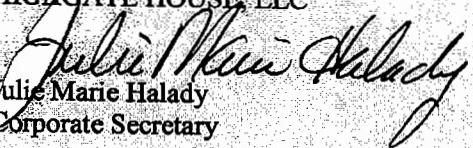
Enclosed herewith please find Conversion notice executed by Julie Marie Halady on behalf of Highgate House, LLC in the amount of thirteen thousand five hundred dollars (\$13,500), representing a conversion under the terms of the Convertible Debenture.

Accordingly, it is requested that you issue in the name of Highgate House, LLC, the sum of one million six hundred eighty-seven thousand five hundred (1,687,500) restricted common stock shares in the name of Highgate House, LLC, and forward said Certificate via overnight delivery to this office.

In the event you have any questions and/or concerns, please feel free to contact this office.

Very truly yours,

HIGHGATE HOUSE, LLC


Julie Marie Halady
Corporate Secretary

/jmh
Enclosure

Via Fax Only

(801) 355-6505

cc: Michelex Corp.
Genitte Gramuglia, President
(315) 764-9412

APPENDIX I**NOTICE OF CONVERSION
AT THE ELECTION OF THE HOLDER**

(To be Executed by the Registered Holder
in order to Convert the Debentures)

Except as provided by Section 4(b) of the Debentures, the undersigned hereby irrevocably elects to convert the attached Debenture into shares of Common Stock, par value \$100.00 per share (the "Common Stock") of Hindsight Records, Inc. (the "Company"), or, if a Merger (as defined in the Debenture) has occurred, into shares of MP Common Stock (as defined in the Debenture) according to the provisions hereof, as of the date written below. If shares are to be issued in the name of a person other than undersigned, the undersigned will pay all transfer taxes payable with respect thereto and is delivering herewith such certificates and opinions as reasonably requested by the Company in accordance therewith. No other fees will be charged to the Holder, except for transfer taxes, if any.

Conversion Calculations:

May 16, 2007

Date to Effect Conversion

\$ 13,500

Principal Amount of Debenture(s) to be Converted

- 0 -

Interest to be Converted or Paid

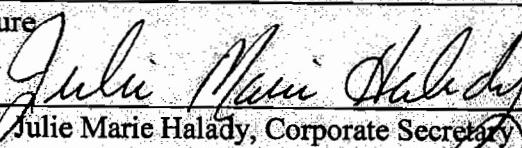
\$ 0.008

Applicable Conversion Price (Pursuant to Section 4(c)(v))

1,687.500

Number of Shares to be Issued Upon Conversion

Signature



Name: Julie Marie Halady, Corporate Secretary

Address

Prepared: 1Accounting: MHCompliance: MLLegal: DR

<HELP> for explanation.

P181 Equity HP

Comp/CLOSE/PRICE

MICHELEX CORP

(MLXO US)

PRICE .0105

Page 1 / 3

Range 11/16/06 to 5/15/07 Period Daily Market Bid

HI .047	\$ DELAYED
AVE .0265	ON 11/20/06
LOW .01	VL 744902
	ON 5/15/07

	DATE	BID	VOLUME	DATE	BID	VOLUME	DATE	BID	VOLUME		
F	4/27	.017	1546737	F	4/ 6	no TRADING					
T	4/26	.018	3877998	T	4/ 5	.024	106600				
W	4/25	.018	641213	W	4/ 4	.023	239180				
L → T	5/15	L.01	1181333	T	4/24	.016	653762	T	4/ 3	.02	531228
L → M	5/14	.011	1083925	M	4/23	.016	342262	M	4/ 2	.019	349640
F	5/11	.013	749423	F	4/20	.016	633000	F	3/30	.02	565996
T	5/10	.0125	770000	T	4/19	.016	656950	T	3/29	.022	2059000
W	5/ 9	.0135	591000	W	4/18	.015	1127265	W	3/28	.024	3526962
L → T	5/ 8	.011	1023600	T	4/17	.019	886365	T	3/27	.016	1147100
M	5/ 7	.014	1052289	M	4/16	.022	568592	M	3/26	.018	1120175
F	5/ 4	.016	555623	F	4/13	.025	127000	F	3/23	.017	1233998
T	5/ 3	.015	1051191	T	4/12	.027	835555	T	3/22	.017	1751623
W	5/ 2	.016	664751	W	4/11	.024	451755	W	3/21	.023	718650
T	5/ 1	.015	374969	T	4/10	.026	1313870	T	3/20	.023	1375600
M	4/30	.015	699799	M	4/ 9	.022	173500	M	3/19	.024	808017

Australia 61 2 9777 8600 Brazil 5511 3048 4500 Europe 44 20 7330 7500 Germany 49 69 920410
 Hong Kong 852 2977 6000 Japan 81 3 3201 8900 Singapore 65 6212 1000 U.S. 1 212 318 2000 Copyright 2007 Bloomberg L.P.
 G983-22-2 16-May-2007 08:20:34

Bloomberg
TERMINAL

Converts at lesser of \$0.24 or 76.1% of Avg 3 Low of 30 day bid
 * QRM Prints ATTACHED in support of handwritten bids. *

L = .01
 .011
 .011

$$.032 \div 3 = .0106666666 \times .75 = .007999999 = \underline{\underline{.008}}$$

$$\frac{\$13,500}{.008} = 1,687,500 \text{ shares}$$

MLXO US \$ 1 . 011 +.0005 V K.01/.011K 50x50 Equity QRM
 DELAY Vol 397,367 Dp .0105 V Hi .011 V Lo .01 V ValTrd 4027

Definitions	CR/CRM Options	MarketTrade Recap		Page 1
Time	Min Vol	Mrkt	Mk	
Date 5/14	Price Range	To		Values scaled by 100
MICHELEX CORP	PRICE .011		DELAYED	Cond
Time	E	Bid/Trd/Ask	E	Size
30 10 40	V	.012		
17 20 43	V	.012		
16 05 13		/		
15 24 05	S	.011/.013	S	100x100
15 23 54	S	.012		1000
15 16 54	P	.012/.013	P	50x100
15 12 02	S	.012		240
15 12 02	S	.012		670
14 57 43	V	.0117		2500
14 56 49	P	.012/.013	P	50x50
14 56 45	P	.011/.013	P	100x50
14 56 44	S	.012		1000
14 52 13	P	.011/.012	P	100x50
14 23 37	S	.011		100
14 12 41	P	.011/.013	P	100x100
14 12 40	V	.012		25x17
14 12 39	V	.0121		7 29
14 02 38	P	.012/.013	P	50x100

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,011

MLXO US \$ 1 . 011 +.0005 V K.01/.011K 50x50 Equity QRM
 DELAY Vol 397,367 Op .0105 V Hi .011 V Lo .01 V ValTrd 4027

Definitions	CR/ORM Options	Market Trade Recap	Page 1
Time	Min Vol	Mrkt Mk	Volumes scaled by 100
Date	5/10	Price Range	To
MTCHELEX CORP	PRICE .011	DELAYED	Cond.
Time	E	Bid/Trd/Ask	E
20:10:39	N	.012	
17:20:43	N	.012	
17:14:14		/	
16:38:18	N	.011/.015	
16:09:49	N	.012/.015	
15:53:14	R	.0125/.015	
15:53:14	N	.013	
15:53:12	N	.013	
15:51:48	N	.0125/.013	
15:51:48	R	.0125/.014	
15:51:47	N	.013	
14:57:06	N	.0125	
14:55:18	N	.013	
14:52:33	N	.013	
14:52:33	N	.013	
14:23:04	R	.013/.014	
14:12:26	R	.0125/.014	
13:44:47	R	.0125/.015	

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0125

MLXO US \$ 1 . 011 +.0005 V K.01/.011K 50x50 Equity QRM
 DELAY Vol 397,367 Op .0105 V Hi .011 V Lo .01 V ValTrd 4027

Definitions	CR/CRM Options		Market/Trade Recap		Page 1	
Time	Min Vol	Mrkt	Mk	[Redacted] Volumes scaled by 100		USD
Date	5/9	Price Range	To			
MICHELEEX CORP	PRICE .011			DELAYED	Cond [Redacted]	
Time	E	Bid/Tnd/Ask	E	Size	MMkr	Cond
15:40:39	S	.013				OC
15:40:42	S	.013				OC
15:40:52	S	/				UWU
15:41:26	P	.012/.014		50x50		
15:41:36	S	.013		60		FT
15:45:31	P	.0135/.014		50x50		
15:48:47	S	.013		100		
15:49:34	S	.0125		250		
15:52:30	P	.0125/.014		50x50		
15:56:39	P	.0125/.0145		50x50		
15:56:38	S	.013		600		
15:59:47	S	.0125		100		
15:00:06	P	.0125/.013		50x50		
15:00:50	S	.012		498.50		
15:00:46	P	.0125/.014		50x50		
15:00:44	S	.013		60		
14:33:38	S	.013		500		
13:37:28	S	.014		250		

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0135

MLXO US \$ 1.011 +.0005 V K.01/.011K 50x50 Equity QRM
 DELAY Vol 397,367 Op .0105 V Hi .011 V Lo .01 V Val Trd 4027

Definitions	CR/CRM Options	Market/Trade Recap		Page 1
Time	Min Vol	Mrkt	Mk	
Date 4/27	Price Range	To		Values scaled by 100
MICHELEX CORP	PRICE .011		DELAYED	Cond.
Time	E	Bid/Trd/Ask	E	Size
30.10.42	S	.018		
17.20.44	S	.018		
16.42.51		/		
16.30.11	P	.017.035	S	50x50
16.29.31	P	.017.035	S	50x50
16.25.36	P	.017.035	S	50x50
16.25.18	P	.017.07	S	50x50
16.21.52	P	.017.035	S	50x50
16.21.35	P	.015.03	S	50x50
16.20.07	P	.017.035	S	50x50
16.15.54	S	.017		2000
16.15.52	S	.016.03	S	50x50
16.14.50	S	.016		2000
16.14.04	S	.017		20
16.13.49	S	.017		400
16.13.49	S	.016.021	S	50x50
16.01.46	S	.017.02	S	50x50
15.31.37	S	.017.02	S	50x50

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 Hong Kong 852 2977 6000 Japan 81 3 3201 8900 Singapore 65 6212 1000 U.S. 1 212 318 2000 Copyright 2007 Bloomberg L.P.
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-017

MLXO US \$ 1 . 012 +.0015 V K.011/.013K 50x100 Equity QRM
 DELAY Vol 502,367 Op .0105 V Hi .012 V Lo .01 V ValTrd 5237

Definitions	CR:CRM Options		Market/Trade Recap		Page 1
Time	Min Vol	Mrkt Mk	Volumes scaled by 1000		USD
Date	4/24	Price Range	To		
MICHELEX CORP	PRTCE .011		DELAYED	Cond	
Time	E	Bid/Trd/Ask	E	Size	Cond
20:10:45	V	.016			OC
17:20:45	V	.016			OC
17:15:53		/			L/L
16:17:05	V	.0166		2000	FT
14:49:54	V	.016		150	
14:49:51	P	.016/.016		100-50	
14:49:45	V	.017		50	
13:46:29	V	.017		200	
13:10:31	V	.017		1000	
11:56:02	P	.016/.017		100-50	
11:55:56	V	.016		720	
11:25:00	P	.016/.021		100-50	
11:23:25	P	.016/.0017		100-50	
11:07:14	V	.0165		150	
10:48:30	V	.017		1010	
09:30:26	V	.016		61-62	
07:59:55	P	.016/.019		100-500	
07:23:49	P	.016/.021		100-50	

Australia 61 2 9777 8600 Brazil 5511 3048 4500 Europe 44 20 7330 7500 Germany 49 69 920410
 Hong Kong 852 2977 6000 Japan 81 3 3201 8900 Singapore 65 6212 1000 U.S. 1 212 318 2000 Copyright 2007 Bloomberg L.P.
 G983-22-0 16-May-2007 11:00:18

6/16

MLXO US \$ 1 . 012 +.0015 V K.011/.013K 50x100 Equity QRM
 DELAY Vol 502,367 Op .0105 V Hi .012 V Lo .01 V ValTrd 5237

Definitions	QRM Options		Market/Trade Recap		Page 1
Time	Min Vol	Mrkt Mk	Volumes scaled by 100		USD
Date 4/10	Price Range	To			
MICHELEX CORP	PRICE .011	DELAYED	Cond		
Time	E	Bid/Trd/Ask	E	Size	Midtrd
20:10:45	N	.0120			
18:07:36		/			
18:07:37	N	.012/00	N	50x50	
18:07:37	N	.012/065	N	50x50	
18:07:39	N	.012/068	N	50x50	
17:20:45	N	.026			
16:34:50	N	.024/.027	N	50x50	
16:15:18	P	.024/.027	P	50x50	
16:14:04	N	.025/.027	N	50x50	
16:03:54	N	.0262		2700	
16:00:47	N	.027		700	
15:54:46	N	.026		200	
15:53:54	P	.026/.027	N	50x50	
15:12:57	N	.026		190	
15:12:55	P	.025/.027	N	50x50	
14:40:43	N	.026		90	
14:40:42	N	.025/.026	N	50x50	
14:40:42	N	.025/.027	N	50x50	

Australia 61 2 9777 8600 Brazil 5511 3048 4500 Europe 44 20 7330 7500 Germany 49 69 920410
 Hong Kong 852 2977 6000 Japan 81 3 3201 8900 Singapore 65 6212 1000 U.S. 1 212 318 2000 Copyright 2007 Bloomberg L.P.
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026

MLXO US \$ 1 . 012 +.0015 V K.011/.013K 50x100 Equity QRM
 DELAY Vol 502,367 Op .0105 V Hi .012 V Lo .01 V ValTrd 523?

Definitions	CR/CRM Options		Market/Trade Recap		Page 1
Time	Min Vol	Mrkt Mk	Estimates scaled by 100		USD
Date	4/ 5	Price Range	To		
MICHELEX CORP	PRICE .011		DELAYED	Cond	
Time	E	Bid/Trd/Ask	E	Side	Cond
20 10:41	S	.024			OC
18:10:29		/			NU
18:10:23	N	.017.08	P	F10.50	
17:20:43	V	.024			OC
16:00:08	V	.025		1	FT
15:59:02	K	.024/.025	P	50x50	
15:58:03	V	.024		200	
15:58:03	K	.024/.025	P	50x50	
15:58:03	P	.023/.025	K	50x50	
13:31:55	P	.023/.024	P	50x50	
13:20:13	S	.026		25	
10:50:54	V	.026		200	
10:50:06	P	.023/.025	K	50x50	
10:27:46	V	.023		50	CS
10:27:13	V	.023		100	CS
10:26:52	V	.023		50	CS
10:26:52	P	.023/.025	P	50x50	
09:30:17	V	.023		200	

Australia 61 2 9777 8600 Brazil 5511 3048 4500 Europe 44 20 7330 7500 Germany 49 69 920410
 Hong Kong 852 2977 6000 Japan 81 3 3201 8900 Singapore 65 6212 1000 U.S. 1 212 318 2000 Copyright 2007 Bloomberg L.P.
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024

MLXO US \$ ↑ .012 +.0015 V K.011/.013K 50x100 Equity QRM
 DELAY Vol 502,367 Op .0105 V Hi .012 V Lo .01 V ValTrd 5237

Definitions		QR/CRM Options		Market/Trade Recap		Page 1	
Time	Min Vol	Mrkt	Mkt	Volumes scaled by 100		USD	
Date	4/ 4	Price Range	To				
MICHELEX CORP		PRICE .011		DELAYED	Cond		
Time	E	Bid/Trd/Ask	E	Size	MMkr	Cond	
20:10:44		.023				OC	
17:20:44		.023				OC	
17:03:03		/				U/U	
17:02:56		.017		500		7/U	
17:02:55		.017/1.10		500			
17:02:32		.017/0.0		500/500			
16:31:32		.023/0.08		500/500			
16:14:51		.023/0.06		500/500			
13:46:03		.023		110/15			
13:45:56		.023		110/05			
13:45:53		.023/0.05		500/500			
13:44:12		.023		130/15			
13:44:12		.023		200			
13:43:07		.024		100			
13:43:02		.023/0.04		500/500			
13:43:02		.023/0.045		500/500			
13:39:45		.0245		75/85			
13:39:43		.024/0.045		500/500			

Australia 61 2 9777 8600 Brazil 5511 3048 4500 Europe 44 20 7330 7500 Germany 49 69 920410

Hong Kong 852 2977 6000 Japan 81 3 3201 6900 Singapore 65 6212 1000 U.S. 1 212 318 2000 Copyright 2007 Bloomberg L.P.

G983-22-O 16-May-2007 11:00:31

(123)

Exhibit D

HIGHGATE HOUSE, LLC

101 Hudson Street, Suite 3700
Jersey City, NJ 07302

Tel: (201) 985-8300
Fax: (201) 985-8266

TO:	FROM:
Genitte Gramuglia	Julie Marie Halady, Corporate Secretary (x129)
COMPANY:	DATE:
Michelex Corporation	May 24, 2007
FAX NUMBER:	TOTAL NO. OF PAGES INCLUDING COVER:
(315) 764-9412	3
RE:	CC:
Michelex Corporation	Sunny Barkats, Esq. (212) 980-5192 Perrie M. Weiner, Esq. (310) 595-3324

NOTES/COMMENTS:

Attached please find Default Letter dated May 24, 2007.

Privilege and Confidentiality Notice

The information contained in this telefax is intended for the named recipient(s) only. It may contain privileged and/or confidential matter. If you have received this telefax in error, please notify us at (201) 985-8300, and return the originals by mail. Please do not disclose the contents to anyone. Thank you.

HIGHGATE HOUSE, LLC

May 24, 2007

Michelex Corporation
PO Box 566
Massena Industrial Park
Massena, NY 13662

Attention: Genitte Gramuglia
President

**Re: Michelex Corporation (surviving entity from a Merger by and between
Michelex Corporation, Stradaveri, Inc. and Hindsight Records,
Inc.) / Highgate House, LLC**
**Debenture A: "Secured Convertible Debenture Due December 29,
2006" Issued on December 30, 2004 to Highgate House, LLC by
Hindsight Records, Inc. (herein "Debenture A")**
**Convertible Debenture Purchase Agreement entered into by and
between Hindsight Records, Inc. and Highgate House, LLC on or
about December 30, 2004 (the "Debenture Purchase Agreement")**

Dear Mr. Gramuglia:

Kindly accept this letter as notification that you are hereby in default under the terms of Debenture A, issued by Hindsight Records, Inc., a company superseded by Michelex Corporation pursuant to the terms of a Merger Agreement by and between Michelex Corporation, Stradaveri, Inc. and Hindsight Records, Inc. wherein the surviving entity was Michelex Corporation (herein "Company") to Highgate House, LLC (herein "Highgate").

Specifically, you are in default pursuant to Section 3, I(a) of Debenture A for failure to repay same by December 29, 2006 (the "Maturity Date"), and also pursuant to Section 3, I(b) wherein it states that a default may be declared pursuant to Debenture A for the Company's failure to observe or perform any covenant, agreement, or warranty contained in, or commit any breach or default of any provision of Debenture A which is not cured within five (5) business days of notice to the Company.

Accordingly, please be advised that you are hereby in default for failure to pay to Highgate House, LLC the principal amount secured by Debenture A plus accrued interest on or prior to the Maturity Date.

Michelex Corporation
Genitte Gramuglia, President

May 24, 2007
- page 2 -

Further, inasmuch as the Company has not yet delivered to Highgate shares being acquired pursuant to the Notice of Conversion dated May 16, 2007, you are specifically in default for failure to comply with the terms of Section 4(b) of Debenture A wherein it provides that the Company shall deliver shares acquired by Highgate pursuant to a Notice of Conversion (as defined in Section 4(a) of Debenture A) no later than two (2) business days from the Conversion Date (as defined in Section 4(a) of Debenture A) as follows:

"Section 4. Conversion (b) Not later than two (2) Business Days after the Conversion Date, the Company shall deliver to the Holder (Highgate) a certificate or certificates representing the number of shares of Common Stock being acquired upon the conversion of the Debentures. In the case of a conversion pursuant to a Notice of Conversion, if such certificate or certificates are not delivered by the date required under this Section 4(b), the Holder shall be entitled, upon providing written notice to the Company at any time on or before its receipt of such certificate or certificates thereafter, to rescind such conversion, in which event, the Company shall immediately return the Debentures tendered for conversion."

Finally, kindly accept this letter as your notification of such defaults, and be advised that in such event that the aforementioned defaults are not cured within five (5) business days of the date of this letter (and in no event later than Wednesday, May 30, 2007), that same shall be considered an "Event of Default" as defined in Section 3 I of Debenture A, and that Highgate fully intends to pursue any and all legal remedy to which they it may be entitled.

Very truly yours,

HIGHGATE HOUSE, LLC

David Gonzalez

DG/jmh

Via Fax, Regular Mail & Certified Mail, Return Receipt Requested (CMRRR)
(310) 231-9800

cc: Sunny Barkats, Esq.
(212) 980-5192

Exhibit E



DLA Piper US LLP
1999 Avenue of the Stars, Suite 400
Los Angeles, California 90067-6022
www.dlapiper.com

Robert D. Weber
robert.weber@dlapiper.com
T 310.595.3009
F 310.595.3309

June 12, 2007
VIA FACSIMILE AND MAIL (315) 764-9412

Thomas Gramuglia
President
Michelex Industrial Corporation
Post Office Box 69
63 Trade Road
Massena, New York 13662

Re: Highgate House, LLC

Dear Mr. Gramuglia:

This firm has been retained by Highgate House LLC ("Highgate") to represent its interests in connection with the 5% Secured Convertible Debenture issued on December 30, 2004 (the "Debenture") and the Convertible Debenture Purchase Agreement dated December 30, 2004 (the "Purchase Agreement"), both of which were assumed by Michelex Corporation ("Michelex") as a successor to Hindsight Records, Inc.

On May 24, 2007, Highgate notified Michelex of its default upon the Debenture. Michelex has failed to repay the amounts that became due under the Debenture upon its December 29, 2006 maturity date, and also has refused to deliver shares requested by Highgate's valid Notice of Conversion. Pursuant to section 3-I(b) of the Debenture, Highgate's notice of default commenced a five-business-day period during which Michelex had the opportunity to cure its default. The five-day period has expired, and Michelex has not cured its default.

Accordingly, an Event of Default as defined by Section 3-1(b) of the Debenture has occurred, and has not been timely cured. Pursuant to Section 3-II(a) of the Debenture, Highgate hereby provides written notice that all amounts due under the Debenture are now immediately due and payable, including both principal and interest. The outstanding principal due is \$374,500, and the interest to date is \$76,074.65, for a total due of \$450,074.65. Pursuant to the terms of the Debenture and Purchase Agreement, interest shall accrue on this amount at the rate of fifteen percent (15%) per annum from today through and including the date of payment.

If Michelex does not make payment by wire transfer or cashier's check to this office in the sum of \$450,074.65 prior to the close of business on June 19, 2007, Highgate will commence legal proceedings against Michelex for breach of contract the following morning. In its lawsuit, Highgate will seek liquidated damages in an amount equal to three times the purchase price of the Debenture—\$2,999,997.00—as provided for by section 4.25 of the Purchase Agreement. In addition, Highgate will seek reimbursement of attorneys fees and costs pursuant to the prevailing party clauses set forth in section 17 of the Debenture and Article VI of the Purchase Agreement.

Highgate reserves all of its rights under the Debenture, Purchase Agreement and applicable law.



Thomas Gramuglia
June 12, 2007
Page Two

I request Michelex Corporation to please direct all further communications regarding this matter to myself or Perrie Weiner of this office; please do not contact Highgate or Cornell Capital directly.

Very truly yours,

DLA Piper US LLP

A handwritten signature in black ink that reads "Robert Weber".

Robert D. Weber

Encl.

cc: David Gonzalez, Esq.
Perrie Weiner, Esq.

LOSA1\180871.2